

Fill in this information to identify the case:

United States Bankruptcy Court for the:

_____ District of Delaware
(State)

Case number (if known): _____ Chapter 11

☐ Check if this is an
amended filing

Official Form 201**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name VWS Holdco, Inc.

2. All other names debtor used in the last 8 years _____

Include any assumed names,
trade names, and *doing
business as* names

3. Debtor's federal Employer Identification Number (EIN) 2 6 - 2 7 3 5 4 1 2

4. Debtor's address	Principal place of business		Mailing address, if different from principal place of business	
	<u>11520 Iron Bridge Road</u>		<u>P.O. 2770</u>	
	Number	Street	Number	Street
	_____		_____	
	<u>Chester</u>	<u>VA</u>	<u>23831</u>	<u>P.O. Box</u>
	City	State	ZIP Code	
	<u>Chesterfield County</u>		<u>Chesterfield</u>	
	County		City	
			<u>VA</u>	
			State	
			<u>23832</u>	
			ZIP Code	
	Location of principal assets, if different from principal place of business			

	Number Street			

	City State ZIP Code			

5. Debtor's website (URL) www.shoosmithlandfill.com

Debtor VWS Holdco, Inc.
Name

Case number (if known) _____

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business*A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☒ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5 6 2 2**8. Under which chapter of the Bankruptcy Code is the debtor filing?***Check one:*

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. *Check all that apply:*

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

If more than 2 cases, attach a separate list.

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY
District _____ When _____ Case number _____
MM / DD / YYYY

Debtor VWS Holdco, Inc. Case number (if known) _____
 Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☒ No

☐ Yes. Debtor See Attachment 1 Relationship _____
 District _____ When _____
 Case number, if known _____ MM / DD / YYYY

11. Why is the case filed in this district?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☐ No

☒ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☒ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? Effluent Leachate

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property? 11520 Iron Bridge Road

Number Street

Chester

City

VA

State

23831

ZIP Code

Is the property insured?

☐ No

☒ Yes. Insurance agency Scott Insurance Company

Contact name Stacey Hall

Phone (804) 545-2216

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☒ Funds will be available for distribution to unsecured creditors.

☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☒ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5,001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

Debtor VWS Holdco, Inc. Case number (if known) _____
 Name

15. Estimated assets

<input checked="" type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
<input type="checkbox"/> \$500,001-\$1 million	<input type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated liabilities

<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
<input type="checkbox"/> \$500,001-\$1 million	<input checked="" type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/30/2025
 MM / DD / YYYY

X /s/ Fred Nichols
 Signature of authorized representative of debtor

Fred Nichols
 Printed name

Title President

18. Signature of attorney

X /s/ John W. Weiss
 Signature of attorney for debtor

Date 05/30/2025
 MM / DD / YYYY

John W. Weiss

Printed name

Pashman Stein Walder Hayden, P.C.

Firm name

824 Market Street, Suite 800

Number Street

Wilmington

City

DE 19801
 State ZIP Code

(302)592-6496

Contact phone

jweiss@pashmanstein.com
 Email address

4160

Bar number

DE
 State

Attachment 1**Pending or Current Bankruptcy Cases Filed by Affiliates**

On June 1, 2025, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. A motion will be filed with the Court requesting that the chapter 11 cases of these entities be jointly administered for procedural purposes only.

Entity Name	Federal Employer Identification Number (EIN)
VWS Holdco, Inc.	26-2735412
Shoosmith Bros., Inc.	54-6036914

**RESOLUTIONS OF THE BOARD OF
DIRECTORS OF VWS HOLDCO, INC.
May 30, 2025**

The undersigned being the directors (collectively, the “Board”) of VWS Holdco, Inc., a Delaware corporation (the “Company”), hereby approve and adopt the following resolutions by unanimous written consent (this “Consent”) as of the date first written above:

WHEREAS, the Board having reviewed and considered, among other things, the financial condition of the Company;

WHEREAS, the Company and Shoosmith Bros., Inc. (the “Companies”) have retained Carl Marks Advisory Group LLC (“Carl Marks”) pursuant to an engagement letter (the “Engagement Letter”) to provide the Companies with Steven Agran, Managing Director, as Chief Restructuring Officer (“CRO”) and other personnel to support the CRO;

WHEREAS, the Board having received, reviewed, and considered the recommendations of the Company’s legal and other advisors as to the relative risks and benefits of pursuing a bankruptcy case under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”);

NOW, THEREFORE, BE IT RESOLVED, that, with respect to the Company, the Directors have determined that it is desirable and in the best interests of the Company, its stockholders, creditors, and other interested parties that a voluntary petition (the “Petition”) be filed by the Company under the provisions of chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”); and it is

FURTHER RESOLVED, that the CRO, and any other duly appointed officer of the Company (each, an “Authorized Person”), in each case, acting individually or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, verify, deliver, and file with the Bankruptcy Court, in the name and on behalf of the Company, and under its corporate seal or otherwise, all petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders, plans, and other documents (collectively, the “Chapter 11 Filings”), with such changes therein and additions thereto as any such Authorized Person may deem necessary, appropriate or advisable (the execution and delivery of any of the Chapter 11 Filings by any such Authorized Person with any changes thereto to be conclusive evidence that any such Authorized Person deemed such changes to meet such standard); and it is

FURTHER RESOLVED, that any Authorized Person, in each case, acting individually or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Person deems necessary, appropriate, or desirable in connection with the Company’s chapter 11 case (the “Chapter 11 Case”) or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Person deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and

filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and it is

FURTHER RESOLVED, that Steven Agran, Managing Director at Carl Marks Advisory Group is hereby appointed as CRO and shall serve until such time as Mr. Agran's successor shall be duly elected and qualified or until Mr. Agran's earlier death, resignation, or removal as provided for in the Company's By-laws; and it is

FURTHER RESOLVED, that, to the extent necessary, any Authorized Person is authorized to execute appropriate retention agreements and to cause to be filed an appropriate application for authority to retain the services of the CRO and other personnel of Carl Marks to support the CRO; and it is

FURTHER RESOLVED, that the duties of CRO are those duties contemplated in the Engagement Letter and such other duties required to comply with the Bankruptcy Code and to advance the Company's rights and obligations in connection with the Chapter 11 Case; and it is

FURTHER RESOLVED, that, in connection with the Company's Chapter 11 Case, each Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals which such Authorized Person deems necessary, appropriate, or desirable in connection with, or in furtherance of, the Company's Chapter 11 Case, with a view to the successful prosecution of such Chapter 11 Case (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard) and cause to be filed an appropriate application for authority to retain the services of such professionals; and be it

FURTHER RESOLVED, that the law firm of Pashman Stein Walder Hayden, P.C. is hereby retained as attorneys for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and it is

FURTHER RESOLVED, that the firm of Teneo Securities LLC is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and it is

FURTHER RESOLVED, that the firm of Teneo Capital, LLC is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and it is

FURTHER RESOLVED, that the law firm of Troutman Pepper Locke LLP, is hereby retained as special counsel to the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and it is

FURTHER RESOLVED, that all the acts and transactions relating to matters contemplated by the foregoing resolutions, which acts and transactions would have been authorized and approved by the foregoing resolutions except that such acts and transactions were taken prior to the adoption of such resolutions, be, and they hereby are, in all respects adopted, confirmed, approved, and ratified; and it is

FURTHER RESOLVED, that this Consent may be executed in one or more counterparts, such as facsimile copies, PDF signatures, and photocopies (including via DocuSign), all of which together shall have the same effect as original signatures.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Consent to be effective as of the date first written above.



Paul L. McGee



Fred Nichols

Fill in this information to identify the case:

Debtor name VWS Holdco, Inc., et al.
 United States Bankruptcy Court for
 the: _____ District of Delaware
 (State)
 Case number (If known): _____

☐ Check if this is an
amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders****12/15**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Shamrock Environmental 6106 Corporate Park Drive Browns Summit, NC 27214	(336) 375-1989 Email: Receivables@Shamrockenviro.com	Trade	Unliquidated			\$755,461.20
2	Archaea Energy 5200 Anthony Road Sandston, VA 23150	(804) 649-2064 Email: cmaida@archaea.energy	Trade	Disputed			\$506,728.80
3	Shoosmith Construction 11800 Lewis Road Chester, VA 23831	(804) 748-5823 Email: lstech@shoosmith.com	Trade	Unliquidated			\$395,565.00
4	SCS Engineers 1881 Campus Commons Drive Suite 450 Reston, VA 20191	(804) 486-1912 Email: schweizerdick@scsengineers.com	Trade	Unliquidated			\$322,734.61
5	Mr. Bults, Inc. 2627 East 139 th Street Burnham, IL 60633	(708) 868-0059 Email: msandridge@mrbults.com	Trade	Unliquidated			\$243,087.12
6	Troutman Pepper Locke LLP 1001 Haxall Point Richmond, VA 23219	(804) 697-1406 Email: Andrea.wortzel@Troutman.com	Legal Services	Unliquidated			\$184,512.44
7	One Environmental Group 100 Walton Park Lane Midlothian, VA 23114	(804) 303-8784 Email: kmcavoy@Oneenv.com	Trade	Unliquidated			\$167,192.82
8	Rain for Rent Virginia 23025 Airpark Drive Petersburg, VA 23803	(804) 732-6914 Email: Eclary@rainforrent.com	Trade	Unliquidated			\$73,803.99

Debtor

VWS Holdco, Inc., *et al*
Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	Integrity Environmental 1127 Curtis Street, Suite 100 Monroe, NC 28112	(704) 283-9765 Email: AR@integrityenvsol.com	Trade	Unliquidated			\$63,086.07
10	Engineering, Design & Devel 6411 Rigsby Road Richmond, VA 23226	(804) 285-2176 Email: Eddinc@comcast.net	Trade	Unliquidated			\$59,003.00
11	Labella Associates 1604 Ownby Lane Richmond, VA 23220	(804) 355-4520 Email: billing1@labellapc.com	Trade	Unliquidated			\$45,964.74
12	Bowman P.O. Box 748548 Atlanta, GA 30374	(757) 383-8137 Email: mmassey@bowman.com	Trade	Unliquidated			\$39,918.43
13	James River Equipment 11047 Leadbetter Road Ashland, VA 23005	(804) 798-6601 Email: areceivable@jamesriverequipment.com	Trade	Unliquidated			\$23,491.40
14	Chesterfield, VA Rebecca Longnaker, Treasurer P.O. Box 70 Chesterfield, VA 23832	(804) 748-1201 Email: Treasurer@chesterfield.gov	Government	Unliquidated			\$21,125.42
15	TRC Companies, Inc. TRC Lockbox 249 Western Avenue Augusta, ME 04330	(207) 620-3747 Email: klemelin@trccompanies.com	Trade	Unliquidated			\$12,791.00
16	Ace Hydroseeding, Inc. 5639 S. Laburnum Avenue Henrico, VA 23231	(804) 716-2785 Email: acehydroseeding@comcast.net	Trade	Unliquidated			\$12,500.00
17	Dominion Energy Virginia P.O. Box 26543 Richmond, VA 23290	(866) 366-4357	Trade	Unliquidated			\$11,804.51
18	Vamac, Inc. 3411 Speeks Drive Midlothian, VA 23112	(804) 745-0081 Email: jlambert@vamac.com	Trade	Unliquidated			\$7,375.88
19	Keiter 4401 Dominion Boulevard Glen Allen, VA 23060	(804) 747-0000 Email: oragland@keitercpa.com	Trade	Unliquidated			\$6,215.00
20	Colony Tire Corporation 2900 Deepwater Terminal Richmond, VA 23234	(804) 433-4525 Email: msteinburg@colonytire.com	Trade	Unliquidated			\$3,921.44

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

VWS Holdco, Inc.,

Debtor.

Chapter 11

Case No. 25- ()

CORPORATE OWNERSHIP STATEMENT AND LIST OF EQUITY HOLDERS

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are equity holders, other than governmental units, that directly or indirectly own 10% or more of any class of the Debtor's equity interests:

Name and last known address or place of business of holder	Percentage of Ownership
VWS Acquisitions, LLC 4300 Ridgehaven Rd. Fort Worth, Texas 76116	100% ownership of VWS Holdco, Inc.
Environmental Services Management of Virginia LLC 4300 Ridgehaven Rd. Fort Worth, Texas 76116	71.81 Voting Stock/58.64% Common Stock ownership of VWS Acquisitions, LLC
Volunteer Enterprises, LLC 4300 Ridgehaven Rd. Fort Worth, Texas 76116	28.19 Voting Stock/41.36% Common Stock ownership of VWS Acquisitions, LLC
ESM Management Group, LLC 4300 Ridgehaven Rd. Fort Worth, Texas 76116	100% ownership of Environmental Services Management of Virginia LLC

Fill in this information to identify the case and this filing:Debtor Name VWS Holdco, Inc.United States Bankruptcy Court for the: _____ District of Delaware
State)

Case number (if known): _____

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/30/2025
MM / DD / YYYY

x/s/ Fred Nichols

Signature of individual signing on behalf of debtor

Fred Nichols

Printed name

President

Position or relationship to debtor